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E-File: 4-13-09

12 Zachariah Larson, Esq. (NV Bar No. 7787)  
 13 LARSON & STEPHENS  
 14 810 S. Casino Center Blvd., Ste. 104  
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 17 Facsimile: 702/382.1169  
 18 Email: zlarson@lslawnv.com  
 19 [Proposed] Attorneys for Debtors and  
 20 Debtors in Possession

**UNITED STATES BANKRUPTCY COURT****DISTRICT OF NEVADA**

In re:

Case No.: BK-S-09-14814-LBR  
(Jointly Administered)THE RHODES COMPANIES, LLC, aka  
"Rhodes Homes, et al."<sup>1</sup>

Chapter 11

Debtors.

Affects:

Hearing Date:

<sup>1</sup> The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

<input checked="" type="checkbox"/> All Debtors	Hearing Time:
<input type="checkbox"/> Affects the following Debtor(s)	Courtroom 1

### CERTIFICATE OF SERVICE

1. On April 9, 2009, I served the following document:

5                   **Notice of Filing of Amended Exhibit A to Debtor's Motion for an Order under  
6                   Section 366 of the Bankruptcy Code (A) Prohibiting Utility Providers From  
7                   Altering, Refusing Or Discontinuing Service, (B) Deeming Utilities Adequately  
8                   Assured of Future Performance, and (C) Establishing Procedures for  
Determining Adequate Assurance of Payment; Memorandum of Points and  
Authorities (Docket no. 113) (Attached hereto as Exhibit "A").**

9. 2. I served the above-named document by the following means to the persons as listed  
below:

10                   *(check all that apply)*

- 11                   ■ a. **ECF System** (*You must attach the "Notice of Electronic Filing", or list all persons  
and addresses and attach additional paper if necessary*)

13                   ZACHARIAH LARSON on behalf of Debtor  
ecf@lslawnv.com, susans@lslawnv.com

15                   U.S. TRUSTEE - LV - 11  
USTPRegion17.lv.ecf@usdoj.gov

- 16                   b. **United States mail, postage fully prepaid**  
*(List persons and addresses. Attach additional paper if necessary)*

18                   SEE ATTACHED

- 19                   c. **Personal Service** (*List persons and addresses. Attach additional paper if  
necessary*)

20                   I personally delivered the document(s) to the persons at these addresses:

21                   For a party represented by an attorney, delivery was made by handing the document(s) at  
the attorney's office with a clerk or other person in charge, or if no one is in charge by leaving the  
document(s) in a conspicuous place in the office.

22                   For a party, delivery was made by handing the document(s) to the party or by leaving the  
document(s) at the person's dwelling house or usual place of abode with someone of suitable age  
and discretion residing there.

- 23                   d. **By direct email (as opposed to through the ECF System)**  
*(List persons and email addresses. Attach additional paper if necessary)*

24                   Based upon the written agreement of the parties to accept service by email or a court order, I  
caused the document(s) to be sent to the persons at the email addresses listed below. I did not  
receive, within a reasonable time after the transmission, any electronic message or other indication  
that the transmission was unsuccessful.

LARSON & STEPHENS  
810 S. Casino Center Blvd., Suite 104  
Las Vegas, Nevada 89101  
Tel: (702) 382-1170 Fax: (702) 382-1169

1                   e.     **By fax transmission**

2                   *(List persons and fax numbers. Attach additional paper if necessary)*

3                   Based upon the written agreement of the parties to accept service by fax transmission or a court  
order, I faxed the document(s) to the persons at the fax numbers listed below. No error was  
reported by the fax machine that I used. A copy of the record of the fax transmission is attached.

4                   f.     **By messenger** *(List persons and addresses. Attach additional paper if necessary)*

5                   I served the document(s) by placing them in an envelope or package addressed to the persons at  
the addresses listed below and providing them to a messenger for service. *(A declaration by the  
messenger must be attached to this Certificate of Service)*

6                   ■     g.     **By overnight delivery.**

7                   By sending by FEDERAL EXPRESS (standard next day delivery) to the addressee(s) as indicated  
on the attached list

8                   **I declare under penalty of perjury that the foregoing is true and correct.**

9                   Signed on : April 13, 2009

10                  Sophia L. Lee  
11                  (Name of Declarant)



12                  (Signature of Declarant)

LARSON & STEPHENS  
810 S. Casino Center Blvd., Suite 104  
Las Vegas, Nevada 89101  
Tel: (702) 382-1170 Fax: (702) 382-1169

**SERVICE LIST**  
**(via Federal Express)**

**Office of the United States Trustee**

Attn: August B. Landis  
300 Las Vegas Blvd. South, Suite 4300  
Las Vegas, Nevada 89101  
(Fax) 702 388-6658

Counsel to James M. Rhodes and Sagebrush Enterprises, Inc.

Brett A. Axelrod  
Greenberg Traurig, LLP  
3773 Howard Hughes Parkway  
Suite 400 North  
Las Vegas, NV 89169  
(Fax) 702.792.9002

## Counsel to The Steering Committee of 1<sup>st</sup> Lien Lenders

Ira Dizengoff and Phillip Dublin  
AKIN GUMP STRAUSS HAUER & FELD LLP  
One Bryant Park  
New York, NY 10036  
(Fax) 212 872 1002

Nile Leatham  
Timothy P. Thomas, Esq.  
KOLESAR & LEATHAM  
Wells Fargo Financial Center  
3320 W. Sahara Ave.  
Las Vegas, NV 89102  
(Fax) 702-362-9472

#### **Administrative Agent to the First Lien Lenders**

CREDIT SUISSE LOAN FUNDING LLC  
Attn: Tom Lynch  
Eleven Madison Avenue, 9th Floor  
New York NY 10010  
(Fax) 212-538-7460

**Administrative Agent to the Second Lien Lenders**

Wells Fargo Bank, National Association  
Attn: Michael Pinzon  
45 Broadway, 17<sup>th</sup> Floor  
New York, NY 10006  
(Fax) 212-515-1576

**Counsel to the Administrative Agent for the Second Lien Lenders**

**Mark Somerstein  
Don Demakis  
Ben Schneider**

1 Ropes & Gray LLP  
2 1211 Avenue of the Americas  
3 New York, NY 10036  
4 (Fax) 212-596-9090

5  
6 **Counsel to the Administrative Agent for the First Lien Lenders**

7 Rodney M. Jean  
8 Susan Myers  
9 LIONEL SAWYER & COLLINS  
10 300 S. Fourth Street, #1700  
11 Las Vegas, NV 89146  
12 (Fax) 702-383-8845

13 Van C. Durrer II  
14 Ramon M. Naguiat  
15 SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
16 300 South Grand Avenue, #3400  
17 Los Angeles, CA 90071-3144  
18 (Fax) 213-687-5600

19 **Top 25 Unsecured Creditors**

20 Sunstate Companies, Inc.  
21 Attn: Bonnie Butler  
22 4435 E. Colton Ave, Ste. 101  
23 Las Vegas, NV 89115  
24 (Fax) 702-798-2918

25 G. C Wallace Inc.  
26 Attn: Betty Kilmer  
27 6655 South Cimarron Road  
28 Las Vegas, NV 89113  
29 (Fax) 702-804-2299

30 Aspen Concrete Inc.  
31 Attn: Laura Norfolk  
32 4177 E. Huntington Drive  
33 Flagstaff, AZ 86004  
34 (Fax) 928-226-1766

35 American Soils Engineering LLC  
36 Attn: Kenya Barratt  
37 6000 S. Eastern Avenue  
38 Suite 6B  
39 Las Vegas, NV 89119  
40 (Fax) 702-889-9614

41 Triton Grading & Paving LLC  
42 Attn: Linda Leavitt  
43 4220 Arcata Way

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1           Bldg B, Ste. 1  
2           N. Las Vegas, NV 89030  
2           (Fax) 702-362-3930

3           Sunland Asphalt  
4           Attn: Craig Bennett  
4           P.O. Box 20814  
5           Bullhead City, AZ 86439  
5           (Fax) 928-758-6861

6           Cabinetec, Inc.  
7           Attn: David Paszli  
8           2711 E. Craig Road  
8           Suite A & B  
9           N. Las Vegas, NV 89030  
9           (Fax) 649-7918

10          K. H. Landscaping, Inc.  
11          Attn: Laura Larkins  
12          2595 South Cimarron Road  
12          Suite 206  
13          Las Vegas, NV 89122  
13          (Fax) 702-263-0121

14          Envision Concrete  
15          Attn: Mondo Deltoro  
16          5655 Reference Street  
16          Las Vegas, NV 89122  
17          (Fax) 702-434-6956

18          N. J. Shaum & Son Inc.  
19          Marsha Jensen  
19          P.O. Box 819  
20          Flagstaff, AZ 86002  
20          (Fax) 928-773-1134

21          M S Concrete, Inc.  
22          Attn: Nedra Stephenson  
23          3840 North Commerce  
23          Las Vegas, NV 89032  
24          (Fax) 702-876-9244

25          Blair's Carpet Valley  
26          Attn: Shanelle Henerson  
26          7465 West Sunset Road  
27          Suite 1200  
27          Las Vegas, NV 89113  
28          (Fax) 702-940-4118

American Asphalt & Grading Co.

LARSON & STEPHENS  
810 S. Casino Center Blvd., Suite 104  
Las Vegas, Nevada 89101  
Tel: (702) 382-1170 Fax: (702) 382-1169

1 Attn: Tracy Bassler  
2 3624 Goldfield Street  
N. Las Vegas, NV 89032  
(Fax) 702-644-0128

3 Evans Recreation Installations  
4 Attn: Liz Martin  
P.O. Box 42607  
5 Las Vegas, NV 89116-1607  
(Fax) 702-926-9685

6 Integrity Masonry, Inc.  
Attn: Herold Lefler  
8 5330 W. Quail Avenue  
Las Vegas, NV 89118  
9 (Fax) 702-227-4855

10 J & J Enterprises, Inc.  
11 Attn: Melissa Perry  
5920 West Cougar Avenue  
12 Las Vegas, NV 89139  
(Fax) 702-361-2823

13 Western Landscape Construction  
14 Attn: Laura Larkins  
4670 S. Polaris Avenue  
15 Las Vegas, NV 89103  
16 (Fax) 702-739-6840

17 WestCor Construction  
18 Attn: Steve Christianson  
5620 Stephanie Street  
19 Las Vegas, NV 89122  
(Fax) 702-433-8090

20 Interstate Plumbing & A/C  
21 Attn: Ceil Cartwright  
7201 West Post Road  
22 Las Vegas, NV 89122  
23 (Fax) 702-367-6600

24 Slater Hanifan Group  
25 Attn: Darcie Wood  
5740 S. Arville #216  
26 Las Vegas, NV 89118  
(Fax) 702-284-5399

27 TSS Enterprises, Inc.  
28 Attn: Gary Simler  
2827 East Illini Street

LARSON & STEPHENS  
810 S. Casino Center Blvd., Suite 104  
Las Vegas, Nevada 89101  
Tel: (702) 382-1170 Fax: (702) 382-1169

1 Phoenix, AZ 85040  
2 (Fax) 602-276-7918

3 Westar Kitchens & Bath  
4 Attn: Richard Kerner  
5 9025 S. Kyrene Road  
6 Tempe, AZ 85284  
7 (Fax) 702-798-1610

8 Iovino Masonry Inc.  
9 Attn: Kim Hardin  
10 9260 El Camino Road  
11 Las Vegas, NV 89139  
12 (Fax) 702-368-1265

13 The Masonry Group Nevada, Inc.  
14 4685 Berg Street  
15 North Las Vegas, NV 89081  
16 (Fax) 702-657-8445

17 Northland Exploration Surveys  
18 528 West Aspen Avenue  
19 Flagstaff, AZ 86001-5308  
20 (Fax) 928-774-3089

21 **Utility Service Providers List**

22 Arizona Public Services  
23 400 N. 5th St  
24 Phoenix, AZ 85072

25 City of Flagstaff  
26 211 W. Aspen Ave  
27 Flagstaff, AZ 86001

28 City of Henderson Utilities  
29 240 Water St  
30 Henderson, NV 89009

31 City of Kingman  
32 310 N. 4th St  
33 Kingman, AZ 86401

35 City of Las Vegas  
36 400 Stewart Ave, 2nd Floor  
37 Las Vegas, NV 89101

39 City of North Las Vegas  
40 2829 Fort Sumter  
41 North Las Vegas, NV 89030

LARSON & STEPHENS  
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1 Cox Communications  
121 S. MartinLuther King Blvd  
Las Vegas, NV 89106  
2

3 Embarq  
2340 E. Tropicana Ave  
4 Las Vegas, NV 89119

5 Frontier Communications  
313 S. Aztec Golden Valley  
6 Golden Valley, AZ 86413

7 Mohave Electric  
928 Hancock Road Bullhead City  
8 Bullhead City, AZ 86442

9 NPG Cable  
2585 Miracle Mile, Suite 101  
10 Bullhead City, AZ 86442

11 NV Energy  
6226 W. Sahara  
12 Las Vegas, NV 89146

13 Qwest  
14 313 S. Aztec  
Golden Valley, AZ 86413

15 Southwest Gas Corporation  
16 4300 W. Tropicana Ave  
Las Vegas, NV 89103

17 Sprint  
18 313 S. Aztec  
Golden Valley, AZ 86413

19 Unisource Energy Service  
20 1201 S. Plaza Way  
Flagstaff, AZ 86001  
21

22  
23  
24  
25  
26  
27  
28

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810 S. Casino Center Blvd., Suite 104  
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# EXHIBIT A

Case 09-14778-lbr Doc 113-1 Entered 04/09/09 13:40:06 Page 1 of 6

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11 [Proposed] Attorneys for Debtors and  
 12 Debtors in Possession

## UNITED STATES BANKRUPTCY COURT

## DISTRICT OF NEVADA

## SOUTHERN DIVISION

16 In re:  
 17 HERITAGE LAND COMPANY, LLC, a  
 Nevada limited liability company, et al.,  
 18 Debtors.

Case No.: Case No. 09-14778-LBR  
 (Jointly Administered)

Chapter 11

NOTICE OF FILING OF AMENDED  
EXHIBIT A TO DEBTORS' MOTION FOR  
AN ORDER UNDER SECTION 366 OF THE  
BANKRUPTCY CODE (A) PROHIBITING  
UTILITY PROVIDERS FROM ALTERING,

1 The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: Heritage Land Company, LLC (2918); The Rhodes Companies, LLC (3060); Rhodes Ranch General Partnership (1760); Tick, LP (0707); Glynda, LP (5569); Chalkline, LP (0281); Batcave, LP (6837); Jackknife, LP (6189); Wallboard, LP (1467); Overflow, LP (9349); Rhodes Ranch Golf and Country Club (9730); Tuscany Acquisitions, LLC (0206); Tuscany Acquisitions II, LLC (8693); Tuscany Acquisitions III, LLC (9777); Tuscany Acquisitions IV, LLC (0509); Parcel 20 LLC (5534); Rhodes Design and Development Corp. (1963); C&J Holdings, Inc. (1315); Rhodes Realty, Inc. (0716); Jarupa LLC (4090); Elkhorn Investments, Inc. (6673); Rhodes Homes Arizona, LLC (7248); Rhodes Arizona Properties, LLC (8738); Tribes Holdings LLC (4347); Six Feathers Holdings, LLC (8451); Elkhorn Partners, A Nevada Limited Partnership (9654); Bravo Inc. (2642); Gung-Ho Concrete, LLC (6966); Geronimo Plumbing, LLC (6897); Apache Framing, LLC (6352); Tuscany Golf Country Club, LLC (7132); Pinnacle Grading, LLC (4838).

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## 1 Affects:

2  All Debtors3  Affects the following Debtor(s):

**REFUSING OR DISCONTINUING SERVICE,  
(B) DEEMING UTILITIES ADEQUATELY  
ASSURED OF FUTURE PERFORMANCE,  
AND (C) ESTABLISHING PROCEDURES**

**FOR DETERMINING ADEQUATE  
ASSURANCE OF PAYMENT;  
MEMORANDUM OF POINTS AND  
AUTHORITIES**

7 DATE: April 17, 2009

8 TIME: 9:30 a.m.

PLACE: Courtroom "1"

9 On April 1, 2009, the above-captioned debtors and debtors in possession (the "Debtors")  
 10 filed a motion [docket number 22] seeking an order (a) prohibiting the Debtors' utility providers that  
 11 the Debtors intend to use postpetition (the "Utility Providers") from altering, refusing or  
 12 discontinuing service; (b) deeming the Utility Providers adequately assured of future performance;  
 13 and (c) establishing procedures for determining additional adequate assurance of future payment (the  
 14 "Utilities Motion"). A list of the Utility Providers, the type of utility service received, the Debtors'  
 15 utility accounts and the estimated monthly postpetition payments was attached to the Utilities  
 16 Motion as Exhibit A.

17 Attached here to is an **amended Exhibit A** to the Utilities Motion, which supersedes the  
 18 Exhibit A that was originally filed with the Utilities Motion.

20 Dated: April 8, 2009

LARSON &amp; STEPHENS

21 */s/Zachariah Larson*


---

 22 Zachariah Larson, Esq. (NV Bar No. 7787)  
 23 810 S. Casino Center Blvd., Ste. 104  
 Las Vegas, Nevada 89101

24 [Proposed] Counsel for Debtors and  
 25 Debtors in Possession

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## Exhibit "A"

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Entity Served	Vendor Name	Street Address	Description	\$ in Months Average Bill
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	23
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	19
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	85
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	35
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	35
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	9
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	27
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	20
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	63
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	9
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	51
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	45
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	31
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	9
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	9
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	0
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	52
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	30
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	17
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	80
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	54
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	17
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	17
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	63
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	35
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	29
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	9
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	5
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	13
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	9
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	10
Rhodes Design & Development Corp.	Southwest Gas Corp	4300 W Tripolina	Gas	114
Rhodes Design & Development Corp.	Spirits PCS	3652 W Sahara	Telephone	517
Rhodes Design & Development Corp.	UnSource Energy Services	12015 Plaza Way	Gas	7,415
Rhodes Design & Development Corp.	UnSource Energy Services	12015 Plaza Way	Gas	65
Rhodes Design & Development Corp.	UnSource Energy Services	12015 Plaza Way	Gas	01
Rhodes Design & Development Corp.	UnSource Energy Services	12015 Plaza Way	Gas	80
Rhodes Design & Development Corp.	UnSource Energy Services	12015 Plaza Way	Electric	77
Rhodes Design & Development Corp.	UnSource Energy Services	12015 Plaza Way	Electric	1,570
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	112
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	4,692
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	41
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	0
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	61
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	57
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	517
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	61
Rhodes Design & Development Corp.	UnSource Energy Services-Elec	12015 Plaza Way	Electric	108

Average Monthly Utility Payment
31,873

Required Deposit at 50%